

Francis J. Barley (FE-7520)
MINTZ, LEVIN, COHN, FERRIS,
GLOVSKY and POPEO, P.C.
666 Third Avenue
New York, New York 10017
(212) 935-3000

Attorneys For Australian Gold, Inc.

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

-----X
S&L VITAMINS, INC., :

Plaintiff/Counterclaim Defendant, :

v. :

05 CV 1217 (JS)(ML)

~~PROPOSED~~ ORDER

AUSTRALIAN GOLD, INC., :

Defendant/Counterclaim Plaintiff. :

-----X
AUSTRALIAN GOLD, INC., :

Third Party Plaintiff, :

v. :

LARRY SAGARIN AND JOHN DOES,
1-10, :

Third Party Defendants. :

-----X

Upon consideration of the Defendant/Third-party plaintiff Australian Gold, Inc.'s Memorandum of Law in Support of Its Motion To Amend Its Answer, Counterclaims and Third-Party Complaint, along with the accompanying Proposed Second Amended Answer, Affirmative And Other Defenses, Amended Counterclaims And Amended Third-Party Complaint, ~~any~~ and the consent of S & L Vitamins, Inc. and Larry Sagarin,

~~opposition submissions, any reply submissions, and the arguments of counsel, it is hereby ORDERED:~~

(1) that Australian Gold may amend its Answer, Counterclaim and Third-Party Complaint; and

(2) that Australian Gold's ~~Second Amended Answer, Affirmative And Other Defenses, Amended Counterclaims And Amended Third-Party Complaint~~ *shall file its Amended Answer within ten (10) days of the date of this Order.* ~~is deemed filed on the date of this order.~~

Dated: ~~August 8~~ *September*, 2005

SO ORDERED:

/s/ JOANNA SEYBERT

~~The~~ Honorable Joanne Seybert
United States District Judge

COUNSEL IS DIRECTED TO IMMEDIATELY NOTIFY
ALL PARTIES OF THIS ORDER